

E-File: September 30, 2009

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
 THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹
 Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

DATE: October 2, 2009
 TIME: 1:30 p.m.
 PLACE: Courtroom 1

☒ All Debtors
☐ Affects the following Debtor(s)

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No.

STATUS AND AGENDA FOR OCTOBER 2, 2009 HEARING

AT 1:30 P.M.

1. *Final Application for Compensation of Jeff Barcy, Financial Advisor to Debtors in Possession* [Rhodes Docket No. 404]

Related Filings:

A. *Notice of Hearing* for Docket entry No. 404 [Rhodes Docket No. 408]

B. *Certificate of Service* for Docket entries 404 and 408 [Rhodes Docket No. 415]

STATUS: This matter will be going forward. No response has been received.

2. *Final Application for Compensation of Noel Bejarano for Allowance and Payment of Compensation and Reimbursement of Expenses as Business Operations Consultant to the Debtors and Debtors in Possession* [Rhodes Docket No. 405]

Related Filings:

A. *Notice of Hearing* for Docket entry No. 405 [Rhodes Docket No. 408]

B. *Certificate of Service* for Docket entries 405 and 408 [Rhodes Docket No. 415]

STATUS: This matter will be going forward. No response has been received.

3. *First Application for Compensation of Sullivan Group Real Estate Advisors for Allowance and Payment of Compensation and Reimbursement of Expenses as Market Research Consultants to the Debtors and Debtors in Possession* [Rhodes Docket No. 406]

Related Filings:

A. *Notice of Hearing* for Docket entry No. 406 [Rhodes Docket No. 408]

B. *Certificate of Service* for Docket entries 406 and 408 [Rhodes Docket No. 415]

STATUS: This matter will be going forward. No response has been received.

09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

1 **4. *First Application for Compensation of Pachulski Stang Ziehl & Jones LLP for***
2 ***Allowance and Payment of Compensation and reimbursement of Expenses as Co-Counsel to***
3 ***the Debtors and Debtors in Possession [Rhodes Docket No. 407]***

4 Related Filings:

- 5 A. *Notice of Hearing* for Docket entry No. 407[Rhodes Docket No. 408]
6 B. *Certificate of Service* for Docket entries 407 and 408 [Rhodes Docket No. 415]
7 C. *The Acting United States Trustee's Limited Opposition to First Interim Application of*
8 *Pachulski Stang Ziehl & Jones for Allowance and Payment of Compensation and*
9 *Reimbursement of Expenses as Co-Counsel to the Debtor and Debtor in Possession*
10 *for the Period March 31, 2009 through June 30, 2009 [Rhodes Docket No. 448]*

11 **STATUS:** The U.S. Trustee's Limited Opposition has been resolved. The
12 Applicant will agree to a reduction of fees in the amount of \$5,204.50. A proposed form of order
13 has been emailed to the Court prior to the hearing.

14 **5. *First Application for Compensation of Acceleron Group Advisors for Allowance***
15 ***and Payment of Compensation and Reimbursement of Expenses as Market Research***
16 ***Consultants to the Debtors and Debtors in Possession [Rhodes Docket No. 411]***

17 Related Filings:

- 18 A. *Notice of Hearing* for Docket entry No. 411 [Rhodes Docket No. 412]
19 B. *Certificate of Service* for Docket entries 411 and 412 [Rhodes Docket No. 418]

20 **STATUS:** This matter will be going forward. No response has been received.

21 **6. *Motion for Relief from Stay The Preserve at Elkhorn Springs Homeowners***
22 ***Association [Rhodes Docket No. 361]***

23 Related Filings:

- 24 A. *Notice of Hearing* on Docket No. 361 [Rhodes Docket No. 362]
25 B. *Stipulation By The Rhodes Companies, LLC and Between Rhodes Design and*
26 *Development Corporation and The Preserve at Elkhorn Springs Homeowners*
27 *Association for Continuance [Rhodes Docket No. 416]*
28 C. *Order Granting Stipulation For Continuance [Docket No. 361] (Related document(s)*
[416](#) [Rhodes Docket No. 419]

1 *D. Notice of Entry of Order* for Docket Entry 419 [Rhodes Docket No. 425]

2 *E. Certificate of Service* for Docket Entry 425 [Rhodes Docket No. 434]

3 *F. Notice of Withdrawal of Motions (2) For Relief From Automatic Stay* [Rhodes
4 Docket No. 484]

5 **STATUS:** This matter has been withdrawn by the Movant in light of the Motion filed by
6 the Debtor (see #14 below).

7 **7. *Order Re: Mediation Status Hearing* [Rhodes Docket No. 446]**

8 **Related Filings:**

9 *A. Order Re: Mediation. Status hearing* [Rhodes Docket No. 395]

10 *B. Clerk Forwarded Document to BNC for Noticing* [Rhodes Docket No. 396]

11 **STATUS:** The parties to the mediation have agreed on the form of a plan of
12 reorganization, which was filed by the First Lien Steering Committee on September 25, 2009
13 [Docket No. 502]. The hearing on the Disclosure Statement is set for October 30, 2009 at 1:30
14 p.m.

15 **8. *Debtors' Emergency Motion For An Order Extending Cash Collateral***
16 ***Termination Date* [Relates to Docket No. 126] [Rhodes Docket No. 236]**

17 **Related Filings:**

18 *A. Ex Parte Motion for Order Shortening Time* Filed by ZACHARIAH LARSON on
19 behalf of THE RHODES COMPANIES, LLC [Rhodes Docket No. 237]

20 *B. Attorney Information Sheet* [Rhodes Docket No. 238]

21 *C. Order Shortening Time to Hear Debtors' Emergency Motion for an Order Extending*
22 *the Cash Collateral Termination Date* [Rhodes Docket No. 248]

23 *D. Notice of Hearing* for Docket No. 248 [Rhodes Docket No. 251]

24 *E. Certificate of Service* (Related document(s) 236 Motion to Extend Time filed by
25 Debtor THE RHODES COMPANIES, LLC, 237 Motion for Order Shortening Time
26 filed by Debtor THE RHODES COMPANIES, LLC, 238 Attorney Information Sheet
filed by Debtor THE RHODES COMPANIES, LLC) [Rhodes Docket No. 253]

27 *F. Notice of Hearing* for Docket No. 236 [Rhodes Docket No. 255]

28 *G. Certificate of Service* for Docket No. 248 and 251 [Rhodes Docket No. 268]

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- H. *Notice of Extension of Cash Collateral Termination Date Re Final Stipulated Order (I) Authorizing Use of Cash Collateral Pursuant to Sections 105, 361, 362 and 363 of the Bankruptcy Code and (II) Granting Adequate Protection and Super Priority Administrative Expense Priority to Prepetition Secured Lenders Re Debtors' Motion and Request for Continuance of Emergency Motion to Extend Time to Extend Cash Collateral Termination Date* [Rhodes Docket No. 274]
- I. *Notice of Filing of Amended Budget* [Rhodes Docket No. 284]
- J. *Statement Of The First Lien Steering Committee With Respect To Debtors' Emergency Motion For An Order Extending Cash Collateral Termination Date* [Rhodes Docket No. 285]
- K. *Opposition of First Lien Steering Committee To Debtors' Emergency Motion For An Order Extending Cash Collateral Termination Date* [Rhodes Docket No. 313]
- L. *Objection to and Joinder in First Lien Steering Committee's Objection to Debtors' Emergency Motion for an Order Extending Cash Collateral Termination Date* [Rhodes Docket No. 314]
- M. *Certificate of Service for 313* [Rhodes Docket No. 315]
- N. *Reply to Objection of the First Lien Steering Committee to Debtors' Emergency Motion for an Order Extending Cash Collateral Termination Date [Re: Docket Number 236]* [Rhodes Docket No. 321]
- O. *Notice of Filing of Amended Budget re Emergency Motion to Extend Cash Collateral Termination Date* [Rhodes Docket No. 322]
- P. *Committee's Statement Regarding Debtors' Pending Motions to Extend Exclusivity and Allow Continued Use of Cash Collateral* [Rhodes Docket No. 324]
- Q. *Stipulation By The Rhodes Companies, LLC and Between First Lien Steering Committee, Administrative Agent for the First Lien Lenders, Administrative Agent for the Second Lien Lenders, Official Committee of Unsecured Creditors, and Certain Non-debtor Affiliates of the Debtors* [Rhodes Docket No. 332]
- R. *Order Granting Plan Exclusivity and Cash Collateral Stipulation* [Rhodes Docket No. 336]
- S. *Notice of Entry of Order for Docket No. 336* [Rhodes Docket No. 342]
- T. *Certificate of Service for Docket No. 342* [Rhodes Docket No. 432]
- U. *Notice of Filing of Amended Exhibit A to Plan Exclusivity and Cash Collateral Stipulation [Relates to Docket No. 332]* [Rhodes Docket No. 359]
- V. *Certificate of Service for Docket No. 359* [Rhodes Docket No. 428]
- W. *Stipulation By The Rhodes Companies, LLC and Between Debtors, First Lien Steering Committee, the Administrative Agent for the First Lien Lenders, the Administrative Agent for the Second Lien Lenders, the Official Committee of*

Unsecured Creditors [Rhodes Docket No. 441]

X. *Order Granting Second Plan Exclusivity And Cash Collateral Stipulation* [Re Docket No. 236] [Rhodes Docket No. 444]

Y. *Notice of Entry of Order* for docket entry 444 [Rhodes Docket No. 453]

Z. *Certificate of Service* for docket entry 453 [Rhodes Docket No. 456]

AA. *Third Stipulation re Emergency Motion to Extend Cash Collateral Termination Date* [Re: Docket No. 236] [Rhodes Docket No. 525]

STATUS: Pursuant to the *Third Stipulation re Emergency Motion to Extend Cash Collateral Termination Date* [Re: Docket No. 236] filed with the Court on September 30, 2009, the First Lien Steering Committee has consented to use of cash collateral through January 11, 2010. [Docket No. 525]. A proposed form of the order approving the stipulation will be uploaded with the Court for review as soon as possible.

9. *Debtors' Omnibus Objection to Internal Revenue Service Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007* [Rhodes Docket No. 357]

Related Filings:

A. *Notice of Hearing* on Docket No. 357 [Rhodes Docket No. 358]

B. *Certificate of Service* for Docket Nos. 357 and 358 [Rhodes Docket No. 364]

C. *Supplemental Certificate of Service* for Docket Nos. 357 and 358 [Rhodes Docket No. 365]

D. *Response To Debtors' Omnibus Objection To IRS Claims* with Certificate of Service [Rhodes Docket No. 507]

E. *Second Stipulation Between Internal Revenue Service and Debtors Continuing Debtors' Omnibus Objection to Internal Revenue Service Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007* [Rhodes Docket No. 357] [Rhodes Docket No. 523]

STATUS: Pursuant to the stipulation filed with the Court on September 30, 2009, the parties have agreed to continue the matter to October 30, 2009 at 1:30 p.m. [Docket No. 523]. A proposed form of the order approving the stipulation will be uploaded with the Court for review as soon as possible.

10. Motion For Relief From Stay Refiled Pursuant to Order of the Court and Updated filed by Olster on Behalf of Harsch Investment Properties [Rhodes Docket No. 302]

Related Filings:

- A. *Motion for Relief from Stay* [Bravo Docket No. 15]
- B. *Notice of Hearing* for Bravo Docket No. 15 [Bravo Docket No. 16]
- C. *Order Granting Stipulation for Continuance [RE DOCKET 302]* [Rhodes Docket No. 317]
- D. *Notice of Entry of Order* re Docket No. 317 (Rhodes Docket No. 319)
- E. *Certificate of Service* re Docket No. 319 [Rhodes Docket No. 326]
- F. *Debtor's Opposition to Motion for Relief From Stay Filed by Harsch Investment Properties—Nevada LLC [Relates to Docket No. 302]* [Rhodes Docket No. 347]
- G. *Declaration of Thomas Robinson in Support of "Debtor's Opposition to Motion for Relief From Stay Filed by Harsch Investment Properties—Nevada LLC [Relates to Docket No. 302]"* [Rhodes Docket No. 348]
- H. *Certificate of Service* for Docket Entries 347 and 348 [Rhodes Docket No. 350]
- I. *Harsch Investment Properties, Nevada LLC's Reply to Debtor's Opposition to The Motion to Lift Automatic Stay and In Support of Motion as Refiled (Document 302)* [Rhodes Docket No. 371 and Bravo Docket No. 23]
- J. *Stipulation For Continuance* [Rhodes Docket No. 372]
- K. *Order Granting Stipulation for Continuance [Docket No. 302]* [Rhodes Docket No. 379]
- L. *Notice of Entry of Order* for Docket Entry 379 [Rhodes Docket No. 382]
- M. *Certificate of Service* for Docket Entries 372, 381 and 382 [Rhodes Docket No. 426]
- N. *Stipulation re Continuance* [Rhodes Docket No. 524]

STATUS: Pursuant to the stipulation filed with the Court on September 30, 2009, the parties have agreed to continue the matter to November 16, 2009 at 9:30 a.m. [Docket No. 524]. A proposed form of the order approving the stipulation will be uploaded with the Court for review as soon as possible.

1 **11. *Motion For Relief from Stay Virginia Springall-Smith* [Rhodes Docket No.**
2 **422]**

3 Related Filings:

- 4 A. *Notice of Hearing* on Docket No. 422 [Rhodes Docket No. 424]
5 B. *Amended Motion for Relief from Stay Virginia Springall-Smith* [Rhodes Docket No.
6 433]
7 C. *Certificate of Service* for Docket entry 433 [Rhodes Docket No. 455]

8 **STATUS:** The Movant and the Debtors have agreed on the form of a proposed order,
9 which will be forwarded to the Court for review prior to the hearing.

10 **12. *First Application for Compensation for Larson & Stephens* [Rhodes Docket**
11 **No. 435]**

12 Related Filings:

- 13 A. *Notice of Hearing* for Docket entry No. 435 [Rhodes Docket No. 436]
14 B. *Certificate of Service* for Docket entries 435 and 436 [Rhodes Docket No. 439]

15 **STATUS:** This matter will be going forward. No response has been received.

16 **13. *Motion to Approve Compromise under Rule 9019 with Kitec Homeowners***
17 **[Rhodes Docket No. 470]**

18 Related Filings:

- 19 A. *Notice of Hearing* for Docket entry 470 [Rhodes Docket No. 471]
20 B. *Certificate of Service* for Docket entries 470 and 471 [Rhodes Docket No. 480]

21 **STATUS:** This matter will be going forward. No response has been received. A
22 proposed form of Order was submitted with the Motion. The parties have agreed to minor
23 changes to the stipulation to reflect the correct claims that are being withdrawn. The revised
24 stipulation and order will be submitted to the Court for review prior to the hearing.

25 **14. *Motion to Approve Compromise under Rule 9019 with The Preserve at***
26 **Elkhorn Springs Homeowners Association [Rhodes Docket No. 472]**

Related Filings:

- A. *Notice of Hearing* for Docket entry 472 [Rhodes Docket No. 473]
- B. Certificate of Service for Docket entries 472 and 473 [Rhodes Docket No. 479]

STATUS: This matter will be going forward. No response has been received. A proposed form of Order was submitted with the Motion.

15. *Motion to Approve Compromise under Rule 9019 with the Fulks Homeowners*
[Rhodes Docket No. 468]

Related Filings:

- A. *Notice of Hearing* for Docket entry 468 [Rhodes Docket No. 469]
- B. Certificate of Service for Docket entries 468 and 469 [Rhodes Docket No. 481]

STATUS: This matter will be going forward. No response has been received. A proposed form of Order was submitted with the Motion.

Dated: September 30, 2009 LARSON & STEPHENS

/s/Zachariah Larson

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–and –

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